

# EXHIBIT B



# Public Utility District No. 1 of Douglas County

1151 Valley Mall Parkway • East Wenatchee, Washington 98802-4497 • 509/884-7191 • FAX 509/884-0553 • [www.douglaspud.org](http://www.douglaspud.org)

January 7, 2019

Chief Executive Officer  
Giga Watt, Inc.  
1250 N. Wenatchee Ave  
Wenatchee, WA 98801

Re: Interconnection and Service Agreement (Highline and Eller) Termination

Dear Chief Executive Officer:

This letter acts as formal notice of termination under the Interconnection and Service Agreement, dated May 14, 2018 and signed by both parties. This agreement covers GigaWatt properties on Highline Drive and Eller Street in East Wenatchee. As stated under Section 20.1 of the agreement, "Upon Six (6) months prior written notice, the Customer or the District may terminate this agreement." Therefore, effective six (6) months from the date of the letter, approximately July 7, 2019 both parties obligations under the Interconnection and Service Agreement will terminate.

The District is currently owed money on behalf of Giga Watt, Inc. ("Giga Watt"). Termination of the Interconnection and Service Agreement appear to be the District's best, and perhaps only, option to both protect against future losses, and also collect on overdue amounts.

The District is concerned about Giga Watt's ability to continue as a going concern and pay for its financial obligations as they relate to the District.

If you have any questions related to this termination letter, or if you wish discuss future options and payment of monies owed to the District, please contact me at (509) 881-2220.

Sincerely,

  
Gary R. Ivory  
General Manager

C: Jeff Johnson, Power Planning Supervisor